

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.,¹)
Debtors.) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
) Objection Deadline: January 27, 2005 at 4:00 p.m.
) Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF REED SMITH LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS SPECIAL ASBESTOS PRODUCT LIABILITY DEFENSE
COUNSEL TO DEBTORS FOR THE FORTY-FIRST MONTHLY INTERIM PERIOD
FROM NOVEMBER 1, 2004 THROUGH NOVEMBER 30, 2004**

Name of Applicant: Reed Smith LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention: July 19, 2001,
effective as of April 2, 2001

Period for which compensation and
reimbursement is sought: November 1, 2004 through November 30, 2004

Amount of Compensation sought as actual,
Reasonable, and necessary: \$29,207.50

Amount of Expense Reimbursement sought as
Actual, reasonable, and necessary: \$1,858.91

This an: X monthly interim final application.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
8/28/01	4/2/01 through 7/31/01	\$40,583.00	\$356.92	No objections served on counsel	No objections served on counsel
9/27/01	8/1/01 through 8/31/01	\$90,113.00	\$4,048.11	No objections served on counsel	No objections served on counsel
10/26/01	9/1/01 through 9/30/01	\$155,804.00	\$6,971.66	No objections served on counsel	No objections served on counsel
11/27/01	10/1/01 through 10/31/01	\$229,036.50	\$10,314.97	No objections served on counsel	No objections served on counsel
12/26/01	11/1/01 through 11/30/01	\$216,703.50	\$22,667.19	No objections served on counsel	No objections served on counsel
1/30/02	12/1/01 through 12/31/01	\$152,288.00	\$43,025.11	No objections served on counsel	No objections served on counsel
3/1/02	1/1/02 through 1/31/02	\$152,389.50	\$45,525.87	No objections served on counsel	No objections served on counsel
3/28/02	2/1/02 through 2/28/02	\$115,694.50	\$39,388.59	No objections served on counsel	No objections served on counsel
5/2/02	3/1/02 through 3/31/02	\$95,617.50	\$49,224.63	No objections served on counsel	No objections served on counsel
5/28/02	4/1/02 through 4/30/02	\$125,169.50	\$44,498.12	No objections served on counsel	No objections served on counsel
6/28/02	5/1/02 through 5/31/02	\$186,811.50	\$88,641.73	No objections served on counsel	No objections served on counsel
8/5/02	6/1/02 through 6/30/02	\$167,414.75	\$26,462.86	No objections served on counsel	No objections served on counsel
9/9/02	7/1/02 through 7/31/02	\$121,203.75	\$7,897.17	No objections served on counsel	No objections served on counsel
9/30/02	8/1/02 through 8/31/02	\$183,876.75	\$18,631.51	No objections served on counsel	No objections served on counsel

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
10/31/02	9/1/02 through 9/30/02	\$205,975.00	\$12,810.65	No objections served on counsel	No objections served on counsel
11/27/02	10/1/02 through 10/31/02	\$172,838.75	\$34,384.69	No objections served on counsel	No objections served on counsel
12/30/02	11/1/02 through 11/30/02	\$115,576.00	\$12,630.85	No objections served on counsel	No objections served on counsel
1/30/03	12/1/02 through 12/31/02	\$36,744.50	\$16,310.05	No objections served on counsel	No objections served on counsel
3/6/03	1/1/03 through 1/31/03	\$123,884.00	\$3,760.28	No objections served on counsel	No objections served on counsel
4/2/03	2/1/03 through 2/28/03	\$233,867.50	\$21,251.46	No objections served on counsel	No objections served on counsel
5/7/03	3/1/03 through 3/31/03	\$124,350.00	\$30,380.42	No objections served on counsel	No objections served on counsel
6/4/03	4/1/03 through 4/30/03	\$223,770.50	\$19,411.28	No objections served on counsel	No objections served on counsel
7/1/03	5/1/03 through 5/31/03	\$190,838.00	\$22,397.08	No objections served on counsel	No objections served on counsel
7/31/03	6/1/03 through 6/30/03	\$165,837.25	\$18,778.12	No objections served on counsel	No objections served on counsel
8/29/03	7/1/03 through 7/31/03	\$202,033.50	\$13,132.57	No objections served on counsel	No objections served on counsel
10/2/03	8/1/03 through 8/31/03	\$155,275.50	\$5,526.19	No objections served on counsel	No objections served on counsel
10/28/03	9/1/03 through 9/30/03	\$32,877.00	\$5,836.88	No objections served on counsel	No objections served on counsel
11/28/03	10/1/03 through 10/31/03	\$20,656.50	\$3,553.00	No objections served on counsel	No objections served on counsel

12/29/03	11/1/03 through 11/30/03	\$16,642.50	\$352.73	No objections served on counsel	No objections served on counsel
2/4/04	12/1/03 through 12/31/03	\$8,871.00 ²	\$1,332.05	No objections served on counsel	No objections served on counsel
3/10/04	1/1/04 through 1/31/04	\$21,531.00	\$85.71	No objections served on counsel	No objections served on counsel
4/7/04	2/1/04 through 2/29/04	\$21,116.00	\$2,537.94	No objections served on counsel	No objections served on counsel
5/5/04	3/1/04 through 3/31/04	\$11,113.00	\$442.16	No objections served on counsel	No objections served on counsel
6/4/04	4/1/04 through 4/30/04	\$16,495.50	\$41.08	No objections served on counsel	No objections served on counsel
7/1/04	5/1/04 through 5/31/04	\$41,085.00	\$2,386.50	No objections served on counsel	No objections served on counsel
8/2/04	6/1/04 through 6/30/04	\$28,692.50	\$725.43	No objections served on counsel	No objections served on counsel
9/3/04	7/1/04 through 7/31/04	\$13,176.50	\$328.55	No objections served on counsel	No objections served on counsel
10/5/04	8/1/04 through 8/31/04	\$11,792.00	\$1,500.03	No objections served on counsel	No objections served on counsel
10/28/04	9/1/04 through 9/30/04	\$22,618.00	\$97.76	No objections served on counsel	No objections served on counsel
11/29/04	10/1/04 through 10/31/04	\$127,040.00	\$2,696.29	No objections served on counsel	No objections served on counsel

As indicated above, this is the forty-first application for monthly interim compensation of services filed with the Bankruptcy Court in these Chapter 11 Cases.

The total time expended for the preparation of this application is approximately 10 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$3,000.00.

² Although Reed Smith initially requested \$9,795.00 for the December 2003 monthly interim period, it revised its request after discovering an error in its Fee Application for that period, after the Fee Application was filed (and with the advice and consent of the Fee Auditor). The corrected amount requested by Reed Smith for that period is reflected above.

The Reed Smith attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
James J. Restivo, Jr.	Partner	33 Years	Litigation	\$495.00	8.60	\$4,257.00
Douglas E. Cameron	Partner	19 Years	Litigation	\$465.00	36.60	\$17,019.00
James W. Bentz	Partner	15 Years	Litigation	\$370.00	2.90	\$1,073.00
Andrew J. Muha	Associate	3 Years	Litigation	\$235.00	7.40	\$1,739.00
Jayne L. Butcher	Associate	3 Years	Litigation	\$235.00	15.90	\$3,736.50
Janice E. Falini	Associate	1 Year	Bankruptcy	\$200.00	1.20	\$240.00

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Maureen L. Atkinson	Paralegal	26 Years	Litigation	\$145.00	.60	\$87.00
John B. Lord	Paralegal	12 Years	Litigation	\$160.00	6.60	\$1,056.00

Total Fees: \$29,207.50

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Litigation and Litigation Counseling	25.10	\$7,636.00
ZAI Science Trial	39.90	\$18,600.50
Fee Applications	14.80	\$2,971.00
Total:	79.80	\$29,207.50

EXPENSE SUMMARY

Description	Litigation and Litigation Consulting	ZAI Science Trial
Telephone Expense	----	\$1.65
Duplicating/Printing	\$87.00	\$70.50
Duplicating -- Outside	\$1,372.65	----
Postage Expense	----	\$2.49
Other Databases -- Courtlink	\$23.73	----
Courier Service – Outside	\$16.08	\$18.57
Meal Expense	----	\$263.24
Binding Charge	----	\$3.00
SUBTOTAL	\$1,499.46	\$359.45
TOTAL		\$1,858.91

Dated: January 7, 2005

REED SMITH LLP

By: /s/ Kurt F. Gwynne

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